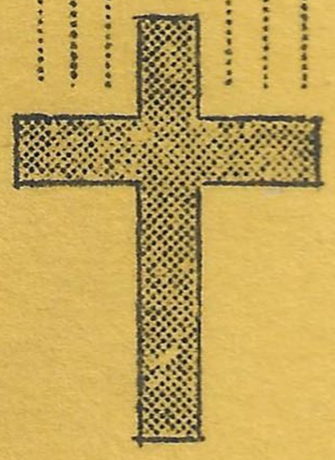
CHARTER - CONSTITUTION

AND BY-LAWS

OF THE

BISHOP WHITE

PARISH LIBRARY ASSOCIATION



CHARTER

Whereas, The following named persons, citizens of this Commonwealth, viz., Anne C. Coleman, Susan B. Collet, Mary H. Montgomery, Elizabeth B. Smith, Mary F. Clarkson, Elizabeth Fisher, Susan Helmuth, Mary Kirkham, Mary R. Smith, Sarah E. Farnum, Anna Gillasspy, Julia Dunlap, Annie H. Foggo, Caroline E. Hazelhurst, Julia L. Clark, and Maria Conarroe have, together with other citizens, associated themselves together for the purpose of supply the missionary stations and feeble parishes of the Protestant Episcopal Church of the Diocese of Pennsylvania, with the standard theological works of the Church, and also of extending aid as far as its means will allow, to indigent parishes in other Dioceses, and such foreign missionary stations as may be approved of by the Board of Managers, and are now desirous to be incorporated by the name, style, and title of "The Bishop White Parish Library Association," agreeably to the provisions of the Act of the General Assembly of Pennsylvania, entitled "An Act to confer on certain Associations of the citizens of this Commonwealth, the powers and immunities of corporations or bodies politic in law," and the supplements thereto. They therefore declare the following to be the objects, articles, conditions, and constitution of their said association, agreebly to which they desire to be incorporated, viz.

CONSTITUTION

Article 1. The name, style, and title of the said Association shall be "The Bishop White Parish Library Association."

Article 2. The object of this Association shall be, first, to supply the missionary stations and feeble parishes of the Protestant Episcopal Church of the Diocese of Pennsylvania with the standard theological works of the Church; and, secondly, to extend its aid, so far as its means will permit, to indigent parishes in other Dioceses, and such foreign missionary stations as shall be approved of by the Board of Managers, giving the preference always to isolated regions, or wherever the Church may be feeblest.

Article 3. The list of the works to be thus distributed,

shall be either selected by the Bishop of Pennsylvania, or subjected to his supervision or approbation, and they shall be presented to the libraries of the respective parishes only upon a written recommendation of the Bishop of the Diocese from which the application is made.

Article 4. The works thus distributed shall be for the use of the clergyman of the parish for the time being, and shall be under the care of the wardens and vestrymen of said parish.

In the event of there being a vacancy in the parish, and no vestrymen or other fit persons to take charge of the library, it shall be at the disposal of the Bishop of the Diocese to which the parish belcngs.

Article 5. The affairs of the Association shall be controlled by sixteen managers, who shall be elected annually from among the members thereof, at such time and in such manner as the By-Laws shall prescribe, and who shall elect among themselves a President, Treasurer, Recording Secretary, Corresponding Secretary, and Librarian, who, together with the remaining managers, shall constitute a Board for the transaction of business.

Article 6. The said, "The Bishop White Parish Library Association," shall have perpetual succession, and shall be able and capable in law to take, hold, mortgage, and sell, and convey real estate in fee simple, on ground-rent or otherwise; and to take and hold personal estate received by gift, grant, or bequest, and sell and dispose of the same; to have a common seal, and the same to break, alter, and renew at pleasure; to sue and be sued, implead and be impleaded in any Court of Record, or any other place whatever; and generally to do all such matters and things as may be lawful and necessary for them to do for the furtherance of the object aforesaid, Provided, That the clear yearly value or income of the real and personal estate of said corporation shall not exceed the sum of five thousand dollars.

Article 7. The said, "The Bishop White Parish Library Association," shall have power to prescribe the qualifications of members, and from time to time to make such By-Laws, rules and regulationsas to the election and duties of the said officers

thereof, and as to the election and appointment of other suitable officers and agents, and their several duties, to increase or diminish the number of managers, and to make such laws, rules and regulations, from time to time, for the government of the said Association, and of the officers and members, and of the affairs thereof, as they may deem necessary and convenient for the carrying into effect the object of said Association, and the due management and regulation of the affairs thereof, and from time to time to alter or repeal the same, provided the same be not contrary to law, or to anything contained in these Articles.

Article 8. If the annual election shall not be made on the stated day, the said Corporation shall not thereby be dissolved, but the managers and officers shall continue in office until a new election, which shall be made at such time and place and after such notice as the Board of Managers shall prescribe.

Article 9. All amendments to this Constitution shall be proposed in writing at a stated meeting of the Corporation. They shall then lie over for final action until the next stated meeting, and shall then only be adopted by the votes of two-thirds of the members present.

Article 10. The present officers of the Association shall continue in office until their successors shall be duly elected at the annual election, to be fixed and provided for by the By-Laws to be adopted by said Corporation.

Anne C. Coleman	Mary F. Clarkson
Susan B. Collet	Anna Gillasspy
Mary H. Montgomery	Sarah E. Farnum
Elizabeth B. Smith	Julia Dunlap
Mary R. Smith	Annie H. Foggo
Elizabeth Fisher	Caroline E. Hazlehurst
Susan Helmuth	Julia L. Clark
Mary Kirkham	Maria Conarroe

In the Court of Common Pleas in and for the City and County of Philadelphia.

In the matter of the Incorporation of "The Bishop White Parish Library Association."

And now, to wit, this twenty-sixth day of May, Anno Domini one thousand eight hundred and sixty-five, the Articles of Incorporation of "The Bishop White Parish Library Association" having been heretofore, to wit, on the first day of February, Anno Domini one thousand eight hundred and sixty-five, filed in the office of the Prothonotary of said Court, and due notice having been inserted in a newspaper printed in said county, in due conformity to law; therefore on motion of George M. Conarroe, Esquire, it is declared and decreed by said Court that the persons so associated under said Articles shall, according to the Articles and conditions in said instrument set forth and contained, become and be a corporation or body politic in law. And it is further ordered and directed, that said Charter of Incorporation shall be recorded in the office for recording of deeds, etc., in and for the said City and County of Philadelphia; and on said instrument being so recorded, the persons so associated, or meaning to associate, shall, according to the objects, articles, and conditions in said instrument set forth and contained, become and be a corporation or body politic in law and in fact, to have continuance by the name, style, and title in said instrument provided and declared.

In testimony whereof I have hereunto set my hand and affixed the seal of said Court, this twenty-seventh day of May, Anno Domini one thousand eight hundred and sixty-five.

T. O. WEBB, (SEAL)
Pro Prothonotary

Recorded in the office for Recording Deeds, etc, for the City and County of Philadelphia, in Miscellaneous-Book L.R. B. page 71, etc.

Witness my hand and seal of office, this twenty-seventh day of May, Anno Domini one thousand eight hundred and sixty-five.

L. R. BROOMALL, (SEAL)
Recorder of Deeds,
Per M. Myers.

As required in Article 9 of the original Constitution, Articles of Amendment to the Constitution were proposed in writing and approved by a quorum of the Board of Managers at the stated meeting of the Corporation held on March 23rd, 1956. At the next stated meeting held on May 25th, 1956, they were adopted by the unanimous vote of the members present.

The Articles of Amendment to the Constitution as approved by the court and recorded in the office of the Recorder of Deeds, as of Monday, October 22nd, 1956 follow:

NEW

CONSTITUTION

Article 1. The name, style, and title of the said Association shall be The Bishop White Parish Library Association.

Article 2. The objects of the Association shall be, first, to supply books and other reading matter to clergymen and parishes of the Protestant Episcopal Church of the United States of America; and, secondly, to extend its service, so far as its means will permit, to Parishes of the Anglican Communion in other lands.

Article 3. The selection of books available for distribution shall be in such manner as the Board of Managers may from time to time determine.

Article 4. The distribution of books shall be either by direct grant to the clergyman of the parish for the time being or by gift to the vestrymen and wardens of the parish for the parish library or in such other manner as the Board of Managers may desire.

Article 5. The affairs of the Association shall be controlled by a Board of Managers, not less than five in number nor more than sixteen, who shall have power to elect their successors and appoint the President, Secretary and Treasurer and other officers. The first Board of Managers shall consist of nine persons.

Article 6. The said, "The Bishop White Parish Library Association," shall have perpetual succession, and shall be able

and capable in law to take, hold, mortgage, and sell and convey real estate in fee simple, on ground-rent or otherwise; and to take and hold personal estate received by gift, grant, or bequest, and sell and dispose of the same; to have a common seal,and the same to break, alter,and renew at pleasure; to sue and be sued, implead and be impleaded in any Court of Record, or any other place whatever; and generally to do all such matters and things as may be lawful and necessary for them to do for the furtherance of the object aforesaid.

BY-LAWS

(As approved by unanimous vote of the Board of Managers at the stated meeting of the Association held on Friday, March 22nd, 1956.)

I

Name, Location and Purposes

1. The name of this Pennsylvania Non-Profit Corporation is "The Bishop White Parish Library Association"(hereinafter referred to as "the Association").

2. The general offices of the Association are located at the Church House, 202 W. Rittenhouse Square, Philadelphia 3, Pennsylvania.

3. The purposes of the Association are first, to supply books and other reading matter to clergymen and parishes of the Protestant Episcopal Church of the United States of America; and secondly, to extend its services,so far as its means will permit, to Parishes of the Anglican Communion in other lands.

II

The Board of Managers

1. The affairs of the Association shall be controlled by a Board of Managers who shall have power to elect their successors. The first Board of Managers shall consist of twelve persons.

2. The annual meeting of the Board of Managers for the election of Managers and Officers shall be held each year on the fourth Friday of January at 11:00 o'clock at the office of the Association.

3. Stated meetings of the Board of Managers shall be held on the fourth Fridays of January, March, May and October of each year. Special meetings of the Board of Managers may be called at any time by the Secretary, at the request of the President.

4. At all meetings of the Board of Managers, a majority of the members of the Board of Managers shall constitute a quorum to transact business and the acts of a majority of the Managers present when a quorum exists, unless otherwise provided in the articles or By-Laws shall be the acts of the Board of Managers, but any action to be taken by the Association shall be valid if consented to in writing by a majority of all Managers.

III

Officers

1. The officers of the Association shall be a President, a Recording Secretary, a Corresponding Secretary, a Treasurer, a Librarian and such other officers as the Board of Managers shall choose to elect from time to time. All officers shall be elected at the annual meeting and shall serve for one year or until their successors are elected and qualified.

2. The President shall preside at all meetings of the Board of Managers, shall be ex officio member of all committees, and have a general supervision of all the affairs of the Association.

3. The Recording Secretary shall send notices to the Managers previous to each meeting; shall keep minutes of said meetings and shall prepare the annual report.

4. The Corresponding Secretary shall carry on all correspondence of the Association, shall reply to all letters rec-

eived regarding the work of the Association and shall be custodian of these letters for future reference to the work of the Association.

5. The Librarian shall supervise the distribution of books by the Association and shall be responsible for the labelling of the books distributed by the Association.

6. The Treasurer shall collect all money due or donated to the Association from any and all sources and deposit the same in the name of the Association in a Bank or Trust Co. approved by the Board of Managers. The Treasurer shall be in charge of and responsible for the proper disbursement of the funds of the Association and shall keep the accounts of the Association and report thereon at the annual meeting of the Board of Managers or oftener, if required by the Board. The books shall be audited annually by a reputable firm of Certified Public Accountants. The Treasurer shall furnish a bond in such sums as may be designated from time to time by the Board of Managers, the premium to be paid by the Association.

IV

Miscellaneous

1. All applications for grants shall be submitted to the Board of Managers for approval or disapproval. When the Board has approved the applications for a grant, an order for the books to be distributed may be placed.

2. The funds of the Association shall be invested in good and safe investments, selected by the Treasurer. The Treasurer may seek investment advisory services.

3. Thirty dollars ($30.00) shall constitute a person a life member.

4. These By-Laws may be altered or amended at any stated meeting of the Board of Managers when a majority of the Board is present; and any such alterations or amendments shall be valid if confirmed at a subsequent meeting when a majority of the Board of present.

Duplication Service, 7425 Claridge St., Phila. 11, Pa. FI 2-8149